



93318/4

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re patent application of
EDDY H. KIMURA et al.

Serial No.: 09/595,114

Confirmation No.: 1591

Filed: June 16, 2000

For: SYSTEM AND METHOD FOR ONLINE
HUMAN RESOURCE OUTSOURCING
AND PORTAL ACCESS

Group Art Unit: 2682

Examiner: Yun, Eugene

I hereby certify that this correspondence and/or fee is
being deposited with the United States Postal Service,
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Patents, P.O. Box 1450, Alexandria, VA 22313-1450 on

12/9/04

Shane M. Hopkins 12/9/04
(Signature) (Date)

Mail Stop Amendment
Commissioner for Patents
P.O. Box 1450
Alexandria, VA 22313-1450

County of Bergen)
) S.S.
State of New Jersey)

AFFIDAVIT OF SHANE HOPKINS UNDER 37 CFR §1.131

Dear Sir:

I, Shane Hopkins, being duly sworn, depose and state:

1. Mr. Eddy H. Kimura and I are the co-inventors of the invention claimed in the above-identified patent application.
2. Prior to November 4, 1999, the effective U.S. filing date of U.S. Patent No. 6,735,569, Mr. Kimura and I conceived the invention described and claimed in the

present application. A written description of an embodiment of the invention was prepared by us and submitted to our patent counsel, Mr. John Carson of Fulbright & Jaworski, prior to November 4, 1999 for the purpose of filing of a provisional patent application on our invention. Copies of selected pages of this written description are attached hereto as Exhibit A, while a copy of the cover letter forwarded to Mr. Carson together therewith is attached hereto as Exhibit B.

3. After submitting the written description to our patent counsel, we communicated, either directly or indirectly, with him for the preparation of a provisional patent application on our invention. A provisional application draft dated December 3, 1999 (see Exhibit C) was approved by me and Mr. Kimura and was submitted to the United States Patent and Trademark Office on December 10, 1999 as U.S. Provisional Application Serial No. 60/170,013, the priority of which is being claimed by the present application.

4. Our patent application identified in the caption on the first page of this Affidavit discloses and claims the invention depicted in Exhibit A attached hereto, which invention was conceived by us prior to November 4, 1999 and was diligently reduced to practice by the filing of the '013 Provisional Patent Application on December 10, 1999.

5. Affiant is competent to testify to the matters stated herein.

Shane Hopkins
Shane Hopkins

Sworn to and subscribed before
me this 8 day of December, 2004.

Susan M. Iacobucci
Notary Public

NWK2: 1252383.02



SUSAN M. IACOBUCCI
NOTARY PUBLIC, NEW JERSEY
COMMISSION # 2110279
BERGEN COUNTY
My Comm. Exp. January 12, 2009

EXHIBIT A

Strategic HR Outsourcing Processes/Platform and HR Internet Portal

♦ Objective

This document summarizes the PricewaterhouseCoopers LLP (PwC) opportunity and approach to establishing a new category for internet competition that focuses on the customer-supplier attributes of the employment relationship. Our approach to this opportunity will build on considerable existing strengths in our Strategic HR Outsourcing offering. We will invest and make strategic choices quickly to transform a strong HR outsourcing business into a leading e-business venture for PwC.

♦ Introduction

A growing segment of our business provides administrative services to employees in support of a company's HR function. Starting with employee and retiree benefits administration (e.g., pension, health & welfare, and 401(k) plans, or a combination of these plans referred to as Total Benefits Outsourcing (TBO)), we are evolving to provide outsourcing alternatives for non-benefit HR functions (e.g., payroll, HRIS, recruiting, training). These non-benefit HR outsourcing services are viewed to be strategic offerings for PwC, and as a result, these services have been designated Strategic HR Outsourcing (SHRO). Over time, GHRS will integrate the TBO and SHRO offerings under a single umbrella.

The HR Internet Portal builds on strengths in our HR/benefits outsourcing platform and the marketplace forces that are driving us to view the employer/employee relationship as the most important customer/supplier relationship impacting the lives of 200 million Americans and ten times that number worldwide. In viewing the employer/employee relationship as a customer/supplier relationship, we open a new door — applying many of the web-enabled techniques used by businesses to serve their customers to serving their employees as well. These techniques include executing real-time business processes with the assistance of internet and other electronic technologies, e.g. call centres, data warehousing, and knowledge/document management. They make knowledge available anytime, anywhere, leading to a higher degree of customer/employee self-service, and a more satisfying customer/employee experience. Wireless technologies will increasingly enable an anytime anywhere customer/employee experience.

E-business will transform our core business processes in light of internet connectivity — both internally and externally. The external transformation will involve both our suppliers and our clients. The client transformation will include both the employer and the employee/retiree. The employee/retiree transformation will include not only the individual but the entire household.

Each of our employer clients has the opportunity to make work/life personal optimization offerings available to their employees — delivering on the promise of employer of choice strategies. PwC can uniquely serve the needs of a huge global marketplace by serving these "markets of one" on-line, in real-time, anytime, and anywhere, with offerings that empower these individuals to find and manage around the appropriate work/life balance — offerings that serve as personal management tools both at the office and at home.

This strategy also gives PwC the opportunity to advise clients on the issues surrounding human capital at the CEO/Boardroom level. This human capital knowledge base can be derived in part from data managed in serving these individual "markets of one".

♦ Strategic Human Resource Outsourcing (SHRO)

Through the combination of PwC processes and applications and an exclusive alliance with Peoplesoft, our Strategic Human Resource Outsourcing offering provides individuals (i.e. employees, retirees, spouses and dependents) with access (web-enabled and customer service representatives supported by interactive voice-response systems) to information and transactions that evolve from the employee/employer relationship.

EXHIBIT A

Typical SHRO fee arrangements run from \$200 per employee/per year for benefits administration to \$1,000 per employee/per year for a comprehensive HR offering. Our target market seeks companies with greater than 10,000 employees. A sampling of our existing client list would include BankAmerica, SBC, Bell Atlantic, Dupont, and Ingersoll-Rand. We provide some level of administrative services to approximately three million unique users (exclusive of spouses and dependents). About one-third of this population is currently web-enabled. During the month of July 1999, we received over 750,000 completed employee-initiated transactions via the Internet.

- **Proposed SHRO Service Solution and Delivery**

Service Vision

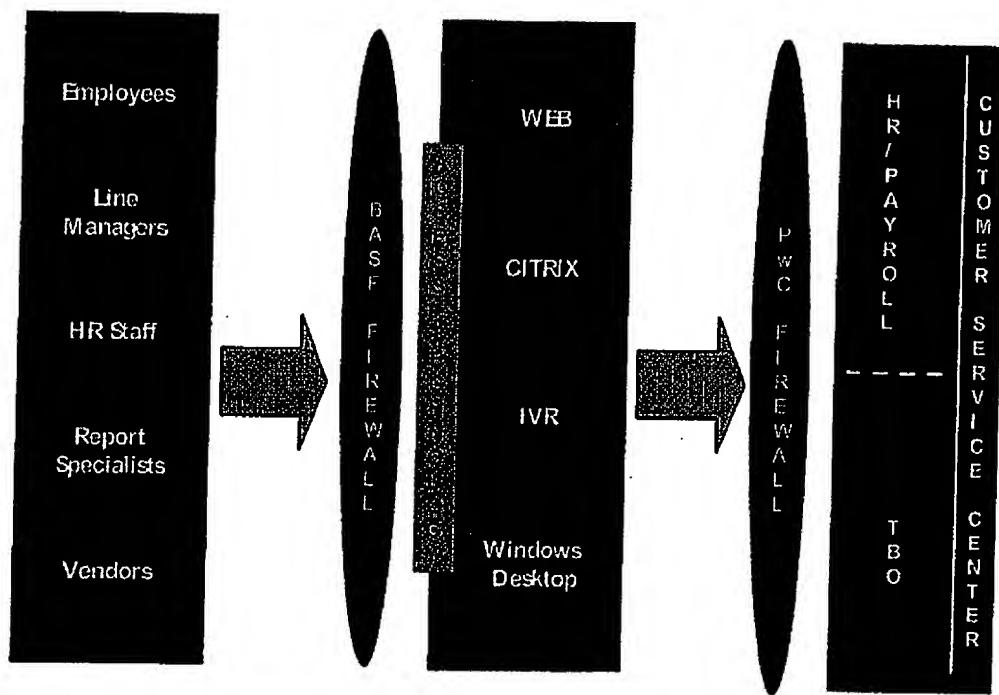
Our vision for outsourced Human Resources administration is driven by our clients' need to achieve high-quality, cost-effective services from an infrastructure that leverages proven service and technology components. Our solution, by focusing on the administrative and transactional components of HR, separates high-volume, redundant work processes from "professional" HR. In so doing, we will help facilitate the continued transformation of CLIENT HR professionals to new roles, delivering greater value to the business. Separating the transactional from the strategic ensures HR concentrates on performing activities efficiently, cost-effectively and consistently, while meeting articulated service standards. Critical to realizing the cost and service objectives outlined in this document is the transition of existing HR applications and processes into a central, highly-scaled infrastructure. Our service solution integrates HRIS, HR and payroll processes, self-service and call center technologies, shared services and vendor management into a single, very efficient environment.

Our approach will enable our clients to meet their objectives by providing centralized administration while retaining the flexibility to help separate segments (i.e., Fibers, Consumer Products, Coatings and Colorants, Chemicals, Knoll Pharmaceutical, Polymers and Agriculture) overcome their unique challenges and meet their specific goals. By reducing the employee service, processing, administration, vendor management and HR strategy redundancies that exist throughout the clients' business units, we will help the company reduce its overstaffed human resource function. As a result, the company will be significantly better positioned to focus attention on strategic issues related to its core business — and thereby have a positive, direct impact on the bottom line.

As a result, this model will deliver a number of significant advantages. Specifically, it will achieve all of the following benefits:

- Create a best practices integrated HR/Payroll/Benefits delivery model
- Deliver a more efficient, accurate and reliable payroll process
- Dramatically reduce the HR to employee ratio
- Enable HR to meet its goal of being a strategic partner with the business units
- Dramatically reduce the systems maintenance and development "owned" by the client while leveraging annual PeopleSoft releases with no additional cost
- Deliver more timely interfaces to critical General Ledger systems
- Eliminate unnecessary manual payroll reconciliation by support and payroll staff due to separate HR/Payroll systems

EXHIBIT A



This environment makes significant improvements upon the existing environment, as depicted below:

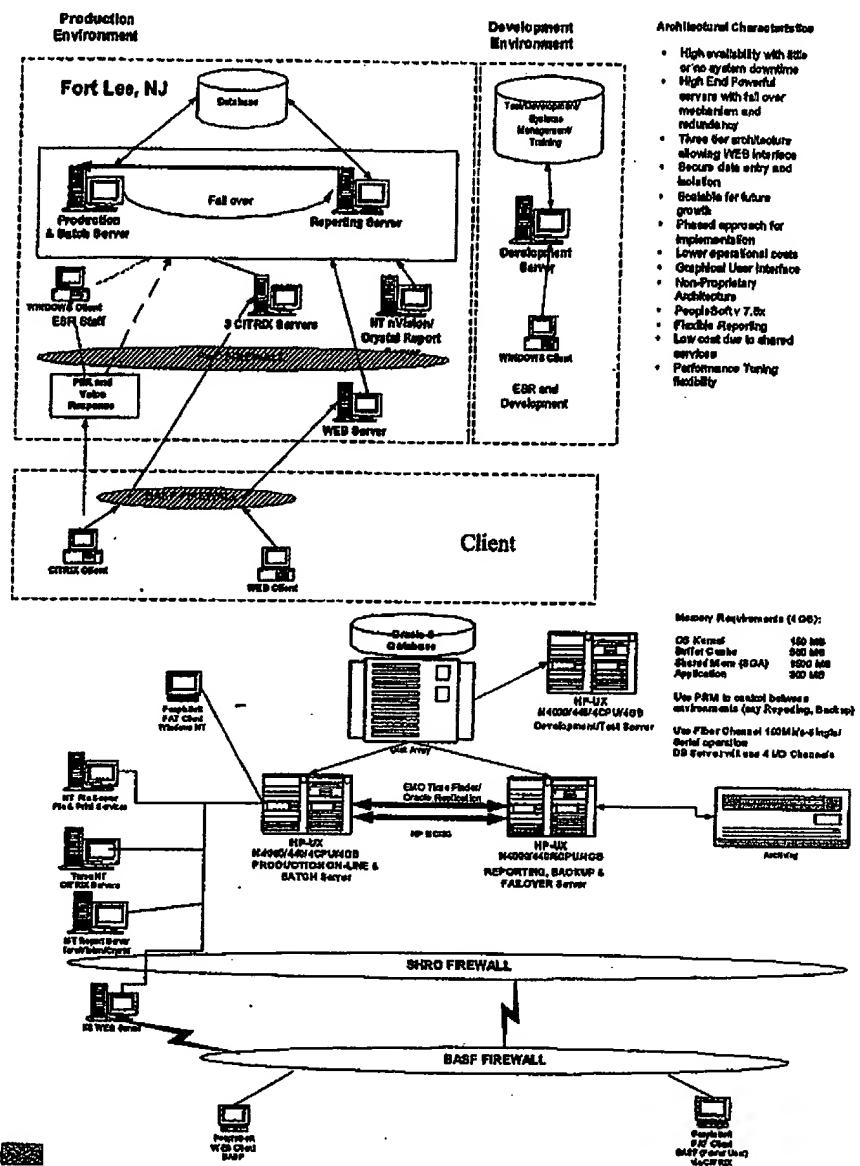
- Systems Access Overview

Employees	Read/Write via Web	None	None
Line Managers	Read/Write via Web	None	None
HR Staff	Read via Web	Provided Scheduled Reports and Ability to Request/Create	Via Service Center (subject to security)
DDI	Read/Write via Direct Connection	None	None
"Power Users" (Specific HR Staff)	Read/Write via Web	Provided Scheduled Reports and Ability to Request/Create	Direct Access via Citrix

- High Tech Meets High Touch: Customer Service Center

The service center is designed as a centralized point of contact for HR information, advice and transactions. The technologies available provide the capability to personalize services for the

EXHIBIT A



Risk Mitigation Techniques and Planning: Technology

During the Product Development Phase of our SHRO offering, PwC also examined potential risk factors to our and our clients' success. We analyzed risk areas and possible causes and developed mitigation activities to address each one. A high-level overview of some of systems/operational risks and their resolution is provided below.

EXHIBIT B

From: <edward.b.kozemchak@us.pwcglobal.com>
To: <karen.s.lewis@us.pwcglobal.com>, <rgerman@fulbright.com>
Date: [REDACTED]
Subject: Patent Filing - 28-page Document

The attached document is intended to serve as an initial patent filing prior to our Discovery Conference.

(See attached file: patenthr2.1.doc)

The information transmitted is intended only for the person or entity to which it is addressed and may contain confidential and/or privileged material. Any review, retransmission, dissemination or other use of, or taking of any action in reliance upon, this information by persons or entities other than the intended recipient is prohibited. If you received this in error, please contact the sender and delete the material from any computer.

CC: <reed.a.keller@us.pwcglobal.com>, <ed.jimura@us.pwcglobal.com>, <robert.byrne@us.pwcglobal.com>, <anthony.f.martin@us.pwcglobal.com>, <margaret.ann.cele@us.pwcglobal.com>, <michael.stembler@us.pwcglobal.com>, <iris.d.goldfeln@us.pwcglobal.com>

EXHIBIT C

PricewaterhouseCoopers LLP

Portal Concept

Patent Application

December 3, 1999

Amount Enclosed
Amount \$m00458 257505
Date of Deposit 12-10-99
I hereby certify that this paper or fee is
fully deposited with the United States Postal
Service at the Post Office in the City of
Albuquerque, New Mexico, on the day of
December 10, 1999, and that the same is in
good condition and has not been tampered with.

Fani Kontopoulos
Fani Kontopoulos

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- Overview
 - Technical Flow Chart
 - Flow Chart Key
 - Data Flow start to finish
 - User Interface Software
 - Notes

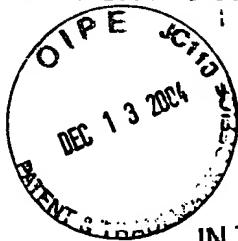
Overview

The PwC Portal Concept implements real-time business processes with the assistance of internet and other electronic technologies, e.g. call centres, data warehousing, and knowledge/document management. They make knowledge available anytime, anywhere, leading to a higher degree of customer/employee self-service, and a more satisfying customer/employee experience. Wireless technologies will increasingly enable an anytime anywhere customer/employee experience.

The following pages will lay out the technical detail and how each segment or

DEC. 7. 2004 3:58PM MCCARTER&ENGLISH

NO. 3881 P. 2/9



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12/9/04
Eddy H. Kimura 12/9/04
 (Signature) (Date)

Mail Stop Amendment
Commissioner for Patents
P.O. Box 1450
Alexandria, VA 22313-1450

DECLARATION OF EDDY H. KIMURA UNDER 37 CFR §1.131

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. §1001 and that such willful false statements may jeopardize the validity of this application or any patent issued therefrom.

Eddy H. Kimura
 (Signature and date)

12/10/04

Dear Sir:

I, Eddy H. Kimura, hereby declare and state:

1. Mr. Shane Hopkins and I are the co-inventors of the invention claimed in the above-identified patent application.

DEC. 7. 2004 3:58PM MCCARTER&ENGLISH

NO. 3881 P. 3/9

2. Prior to November 4, 1999, the effective U.S. filing date of U.S. Patent No. 6,735,569, Mr. Hopkins and I conceived the invention described and claimed in the present application. A written description of an embodiment of the invention was prepared by us and submitted to our patent counsel, Mr. John Carson of Fulbright & Jaworski, prior to November 4, 1999 for the purpose of filing of a provisional patent application on our invention. Copies of selected pages of this written description are attached hereto as Exhibit A, while a copy of the cover letter forwarded to Mr. Carson together therewith is attached hereto as Exhibit B.

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5. Declarant is competent to testify to the matters stated herein.



Eddy H. Kimura (Date)